

01-08-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

1-6-99

RE



100937633

or copy thereof.

To the Honorable Commissioner of Patents and Trademarks

1. Name of Party(ies) conveying an interest

Medical World Communications, Inc.
241 Forsgate Drive
Amesburg, New Jersey 08831

- Individual(s)
- General Partnership
- Corporation Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of Party(ies) receiving an interest:

Name: First Union National Bank, As Agent
Street Address: 301 South College Street
Internal Address: One First Union Center W-10
City: Charlotte State: North Carolina Zip: 28288

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other Notice of Grant of Security Interest In Trademarks
- Merger
- Change of Name

Effective Date March 31, 1997

4. Application number(s) or registration number(s)

A Trademark Application No.(s) N/A

Additional numbers attached? Yes No

B. Trademark Registration No.(s): 1,444,081

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark H. Webbink, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: 2200 West Main Street, Suite 800
City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.4) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account (Any Deficiency)

8. Deposit account number

13-4365

(Attach duplicate copy of this form if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Mark H. Webbink, Esq.
Name of Person Signing


Signature

12/29/98
Date

Total number of pages including cover sheet, attachments and document: 5

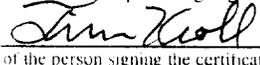
Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

TIM KROLL
(Typed or printed name of person signing the certificate)


(Signature of the person signing the certificate)

12/29/98
(Date of Signature)

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 31, 1997, as amended (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Administrative Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

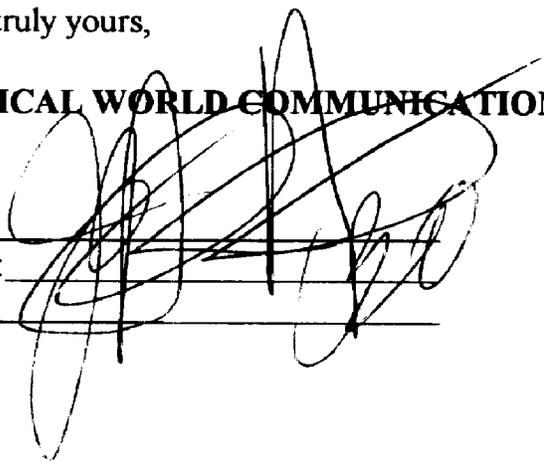
TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
1,444,081	CLINICAL LAB PRODUCTS	June 23, 1987

The Obligor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

MEDICAL WORLD COMMUNICATIONS, INC.

By: 
Name: _____
Title: _____

Acknowledged and Accepted:

**FIRST UNION NATIONAL BANK,
as Administrative Agent**

By: 
Name: J. P. Redman
Title: SVP